

CITY OF ATLANTA

**HARTSFIELD-JACKSON ATLANTA
INTERNATIONAL AIRPORT**

REQUEST FOR PROPOSALS

**FC-5210, Vending Concession Services
(Soft Drinks/Bottled Water/Snacks)**



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CITY OF ATLANTA

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DEPARTMENT OF PROCUREMENT
Adam L. Smith, Esq., CPPO, CPPB
Chief Procurement Officer
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February 6, 2012

ATTENTION INTERESTED PROPONENTS:

Your firm is hereby invited to submit to the City of Atlanta (the "City"), Department of Procurement (the "DOP"), and a Proposal for **FC-5210, Vending Concession Services (Soft Drink/Bottled Water/Snacks) at Hartsfield-Jackson Atlanta International Airport ("Airport")**. The City is soliciting proposals from interested proponents on behalf of its Department of Aviation seeks to procure an agreement for the operation of seventeen (17) separate vending concession locations on Concourses T, A, B, D, E, and the Maynard H. Jackson, Jr. International Terminal ("Concourse F"); the Atrium North Baggage Claim Area; and the Rental Car Center, totaling approximately 2,062 square feet at Hartsfield-Jackson Atlanta International Airport.

A **Pre-Proposal Conference** will be held on **Wednesday February 15, 2012 at 10:00 A.M., at the Hartsfield-Jackson Technical Support Campus, 1255 South Loop Road, College Park, Georgia 30337**. The purpose of the Pre-Proposal Conference is to provide proponents with detailed information regarding the Procurement process and to address questions and concerns. There will be representatives from the Department of Aviation, Risk Management and the Office of Contract Compliance available at the conference to discuss this project and to answer any questions. Attendance to the Pre-Proposal Conference by each Proponent to submit a proposal is encouraged. The last date to submit questions are **Friday February 17, 2012, 5:00 P.M.** Questions will be responded in the form of an addendum.

Your response to this RFP must be received by a designated staff of the Department of Procurement at 55 Trinity Avenue, S.W., City Hall South, Suite 1900, Atlanta, GA 30303, **no later than 1:59 P.M., on Wednesday, March 7, 2012**. Any Proposal received after this time will not be considered and will be rejected and returned.

Proponents names will be publicly read at 2:00 P.M. on the respective due date in Suite 1900, 1st Floor, 55 Trinity Avenue, S.W., City Hall South, and Atlanta, GA 30303.

Request for Proposals

**FC-5210, Vending Concession Services (SoftDrinks/BottledWater/Snacks)
at Hartsfield-Jackson Atlanta International Airport**

February 6, 2012

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This RFP is being made available by electronic means. If accepted by such means, then the Proponent acknowledges and accepts full responsibility to insure that no changes are made to the RFP. In the event of conflict between a version of the RFP in the Proponent's possession and the version maintained by the DOP, then the version maintained by the DOP shall govern.

You are required to email your business name, contact person, address, and phone number, fax number and the project number to Derek East, Contracting Officer, at deast@atlantaga.gov, to be placed on the Plan Holders List. Failure to do so will prevent you from receiving any addenda that are issued and may deem you non-responsive.

The RFP document may also be obtained from the DOP's Plan Room, City Hall South, Suite 1900, 55 Trinity Avenue, S.W., Atlanta, Georgia, 30303, on **Monday, February 6, 2012**, and thereafter, Monday through Friday between the hours of 8:15 A.M. – 5:00 P.M. The cost for this document is \$50.00.

The City reserves the right to cancel any and all solicitations and to accept or reject, in whole or in part, any and all proposals when it is for good cause and in the best interest of the City. Thank you for your interest in doing business with the City.

Sincerely,

A handwritten signature in black ink, appearing to read "Adam L. Smith", written in a cursive style.

Adam L. Smith

ALS: dme

CITY OF ATLANTA
Hartsfield-Jackson Development Program Technical Support Campus
1255 South Loop Road, College Park, Georgia 30337
Phone No.: 404-530-5500

D I R E C T I O N S

From Downtown Atlanta:

- Take I-75/I-85 South
- Continue on I-75 at the I-75/I-85 Split
- Exit 238B -- I-285 West
- Stay in right lane and follow signs for Loop Road
- Bypassing exit for I-285 West, continue on Loop Road through traffic light
- The H-JDP Tech Campus is the second building on the left (grey stone w/ blue awning)

From East Atlanta:

- Take I-285 South
- Get off I-285 at the I-75 exit
- Follow signs to I-285 West / Clark Howell Hwy / Loop Road
- Exit at Loop Road
- The H-JDP Tech Campus is the second building on the left (grey stone w/ blue awning)

From South of Atlanta: (I-75)

- Take I-75 North
- Exit 238B - I-285 West
- Keep to the right and exit at Clark Howell Hwy / Loop Road
- Follow signs for Loop Road, go through traffic light
- The H-JDP Tech Campus is the second building on the left (grey stone w/ blue awning)

From Southwest of Atlanta: (I-85)

- I-85 North
- Exit 68 - I-285 Bypass, follow to I-285 East
- Exit 59 - Loop Road / Clark Howell Hwy / Airport Cargo
- Follow signs for Loop Road
- Bypass exit for I-285 West, staying in two right lanes to Loop Road
- Continue through traffic light
- The H-JDP Tech Campus is the second building on the left (grey stone w/ blue awning)

From West of Atlanta:

- From I-20, take I-285 South
- Exit 59 -- Loop Road / Clark Howell Hwy / Airport Cargo
- Follow signs for Loop Road
- Bypass exit for I-285 West, staying in two right lanes to Loop Road
- Continue through traffic light
- The H-JDP Tech Campus is the second building on the left (grey stone w/ blue awning)

From the Airport:

- Take Airport Blvd toward I-85 North, stay in the right lane
- Exit Right onto North Inner Loop Road
- Continue on N Inner Loop Road, crossing over Aviation Blvd, and road then becomes South Inner Loop Road
- Stay on S Inner Loop Road until you see the "Road Closed" signs
- The H-JDP Tech Campus is the second building on the left (grey stone w/ blue awning)

FOR INFORMATIONAL PURPOSES ONLY

FC-5210; Vending Concession Services (Soft Drinks/Bottled Water/Snacks) at Hartsfield-Jackson Atlanta International Airport

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Part 1: Information and Instructions to Proponents

- 1. Services Being Procured:** This Request for Proposals ("RFP") from qualified Proponents ("Proponent" or "Proponents") by the City of Atlanta ("City"), on behalf of its Department of Aviation ("DOA"), seeks to procure an agreement for the operation of seventeen (17) separate vending (soft drink/bottled water/snacks) concession locations on Concourses T, A, B, C, D, E, and the Maynard H. Jackson, Jr. International Terminal ("Concourse F"); the Atrium North Baggage Claim Area; and the Rental Car Center ("RCC"), totaling approximately 2,062 square feet at Hartsfield-Jackson Atlanta International Airport. For purposes of this RFP, the "Proponent" is the entity submitting a proposal in response to this RFP. A more detailed Scope of Concessions Services sought in this procurement is set forth in Exhibit A attached to this Part 1; Information and Instructions to Proponents and in the Form of Agreement ("Concessions Agreement"); Contract No. FC-5210; Vending Concession Services (Soft Drinks/Bottled Water/Snacks), included in this RFP Part 5.¹

The **initial term** of the Agreement to be executed with the successful Proponent(s) shall commence on the Effective Date for a period of seven (7) years, unless terminated earlier.

The Agreement shall also be subject to an option to **renew for a single period** of three (3) years, which may be exercised at the City's sole discretion.

2. General Information:

Hartsfield-Jackson Atlanta International Airport ("Airport") is the world's busiest airport serving over 250,000 passengers daily to major international and domestic markets around the globe. The Airport is owned by the City and is operated by the Department of Aviation ("DOA"). It is located ten (10) miles from downtown Atlanta on 4,700 acres. The Airport's boundaries reach into the political jurisdictions of unincorporated Clayton County, unincorporated Fulton County, and the Cities of Atlanta, College Park, East Point, and Hapeville. The Airport is also rated the world's most efficient airport and has been consistently received the Global Airport Efficiency Excellence Award and is ranked as one of the highest rated large airports in North America for airport performance, productivity and customer service. The concessions program has been recognized throughout the industry. In March 2009, Hartsfield-Jackson Atlanta International Airport received the "*Best in Real Estate*" 2008 Deal of the Year award by The Atlanta Business Chronicle in the Retail Development category for its exceptional concessions program.

¹ All capitalized terms contained in the Concessions Agreement are incorporated into this RFP.

The concessions environment at the Airport is dynamic and comprehensive with well over 200 retail, food and beverage, and service concessions covering approximately 205,000 square feet spread throughout the Atrium and six (6) Concourses.

A new twelve (12) gate, 1.2 million square feet Maynard Holbrook Jackson International Terminal ("MHJIT") is under construction and is dubbed as "Atlanta's Global Gateway to the World". This \$1.35 billion project will provide international gates that are in high demand. It is scheduled to open spring 2012. The new facility will connect via an underground Automated People Mover System to the existing twenty-eight (28) gate international Concourse E to create a forty (40) gate international air travel complex at the Airport. Enplanements for both terminals are projected to exceed 13 million passengers by 2015. MHJIT will have a substantial positive impact on Atlanta's economy, as well as other local and regional economies. The remaining Concourses all feature unique concession concepts to appeal to business and leisure travelers such as Blackberry, TGI Friday's, Ferragamo, Chili's, and Swarovski.

Examples of other completed airport projects are the following:

Fifth Runway – In May 2006, the City completed construction of its 5th Runway dubbed the World's most important Runway because of its enormous impact it has had on air travel efficiency worldwide as well as the neighboring economy.

Terminal Cosmetic Upgrades – The completed sixty \$60 million plus renovation effort that includes new tile flooring, column wraps, and wall treatments that together with our comprehensive cleanliness campaign has established and maintained the Airport as one of the freshest and cleanest aviation environments in the world. Terminal upgrades began in February 2006 and were completed in early 2008.

Consolidated Rental Car Facility ("RCC or Rental Car Center") – The new car rental facility opened in December 2009 and is located on a ninety (90)-acre site, southwest of the Airport. The state of the art facility houses 8,700 car spaces, as well as wash and refueling centers and a minor maintenance facility. A unique feature of the RCC facility is an elevated Automated People Mover ("APM") system known as the Atlanta Sky Train. The APM connects the RCC to the Airport as well as two hotels and the Georgia International Convention Center ("GICC"). The GICC is owned and operated by the City of College Park and is the second largest convention center in the state of Georgia. In 2009, concessions and car rental revenue exceeded over \$720 million gross dollars.

Historical Sales and Enplanement Data are provided in Exhibit B attached to this Part 1; Information and Instructions to Proponents. Through the diligent pursuit of providing quality products and exemplary customer service, the Airport will strive to be the airport of choice for travelers worldwide.

- 3. Method of Source Selection:** This procurement is being conducted in accordance with all applicable provisions of the City of Atlanta's Code of

Ordinances, including its Procurement and Real Estate Code and the particular method of source selection for the services sought in this RFP is Code Section 2-1189; Competitive Sealed Proposals. By submitting a Proposal concerning this procurement, a Proponent acknowledges that it is familiar with all laws applicable to this procurement, including, but not limited to, the City's Code of Ordinances and Charter, which laws are incorporated into this RFP by reference.

- 4. Minimum Qualifications: Authority to Transact Business in Georgia:** Each Proponent shall have a minimum of three (3) years experience within the last five (5) years in the operation and management of no less than ten (10) individual vending concession services (soft drink/bottled water/snacks) locations in an airport, transportation center, hotel, mall or other prominent service setting generating a minimum of \$500,000 in annual gross revenues.

Each Proponent and Proponent's subconcessionaire must submit with its Proposal documentation that demonstrates it is duly authorized to conduct business in the State of Georgia.

- 4.1 If the Proponent forms a new entity for the purpose of responding to this RFP, this entity must fulfill the minimum requirements associated with the solicitation for at least fifty percent (50%) of the equity interest of the organization.
- 4.2 In addition to the minimum requirements outlined in paragraph 4, if the Proponent is a corporation, the subsidiary that will be responsible for the operation of the vending (soft drinks/bottled water/snacks) concession pursuant to the Lease and subject to supervision by the Aviation General Manager must have the experience required above and present evidence of that experience in its proposal.
- 4.3 In addition to the minimum requirements outlined in paragraph 4, if the Proponent is a partnership/joint venture or an individual, the individual majority interest holder in the partnership/joint venture or the individual that will be responsible for the operation of vending (soft drinks/bottled water/snacks) concession pursuant to the Lease and subject to supervision by the Aviation General Manager must have the experience required above and present evidence of that experience in its proposal.
- 4.4 Each of the Proponent's sub concessionaires that will be responsible for the operation of any vending (soft drinks/bottled water/snacks) concession must have a minimum of three (3) years of experience in the last five (5) years in the operation and management of no less than ten (10) individual vending concession services (soft drink/bottled water/snacks) locations in an airport, transportation center, mall, hotel, or other prominent service setting generating a minimum of \$100,000 in annual gross revenues and present evidence of that experience in its proposal. If Proponent's subconcessionaire forms a new entity, section 4.1, 4.2, and 4.3 above will apply to such entity.

4.5 Proponents that fail to meet or demonstrate these criteria in its proposal will be deemed non-responsive and/or non-responsible.

5. **No Offer by City; Firm Offer by Proponent:** This procurement does not constitute an offer by City to enter into an agreement and cannot be accepted by any Proponent to form an agreement. This procurement is only an invitation for offers from interested Proponents and no offer shall bind City. A Proponent's offer is a firm offer and may not be withdrawn except under the rules specified in City's Code of Ordinances and other applicable law.
6. **Pre-Proposal Conference:** The Pre-Proposal Conference will be held on Wednesday, **February 15, 2012**, at **10:00 A.M.** at **the City of Atlanta – Technical Support Campus, 1255 South Loop Road, Atlanta, GA 30324**. Each Proponent must be fully informed regarding all existing and expected conditions and matters which might affect the cost or performance of the Services. Any failure to fully investigate the locations shall not relieve any Proponent from responsibility from evaluating properly the difficulty or cost of successfully performing the Services. An optional site tour immediately after the Pre-Proposal Conference **February 15, 2012**, with buses departing from the Tech campus to the Department of Aviation. The site tour will begin at H-JAIA Atrium Clock Tower location.
7. **Proposal Deadline:** Your response to this RFP must be received by the City's Department of Procurement, 55 Trinity Avenue, S.W., City Hall South, Suite 1900, Atlanta, Georgia 30303-0307, **no later than 1:59 p.m., EST** (as verified by the Bureau of National Standards) on **Wednesday, March 7, 2012**. Any Proposal received after this time will not be considered and will be rejected and returned.
8. **Proposal Guarantee:**
 - 8.1 Each Proponent is required to furnish a Proposal Guarantee in the amount of five percent (5%) of the total of the Proponent's Proposed Minimum Annual Guarantee Offer for Contract Year No. One (1). The City will accept, at the option of the Proponent, a certified check payable to the order of City or a Proposal Bond. A surety executing a Proposal Bond must meet the requirements for sureties issuing payment and performance bonds set forth in **Appendix B**.
 - 8.2 The Proposal Guarantee will be retained by City until all documents necessary to such Contract have been executed or provided by the successful Proponent. All Proposal Guarantees will be returned to proposers who do not receive a Contract no later than the ninetieth (90th) day after the Proposal contract date. Each Proponent agrees that, if it is awarded the Agreement and fails to execute it and provide all other documents required to consummate the transaction within fifteen (15) days of the date the City provides a final, executable version of the Agreement, City will retain the Proposal Guarantee as liquidated damages and not as a penalty.

8.3 The Proponent must include its Proposal Guarantee in the same envelope with Form 8, Financial Offer.

9. **Procurement Questions; Prohibited Contacts:** Any questions regarding this RFP should be submitted in writing to the City's contact person, **Mr. Derek East, Contracting Officer**, Department of Procurement, 55 Trinity Avenue, SW, Suite 1900, Atlanta, Georgia 30303-0307, by fax (404) 658-7705 or e-mail **deast@atlantaga.gov**, on or before **Friday, February 17, 2012**. Questions received after the designated period will not be considered. Any response made by the City will be provided in writing to all Proponents by addendum. It is the responsibility of each Proponent to obtain a copy of any Addendum issued for this procurement by monitoring the City's website at www.atlantaga.gov, and its Department of Procurement's Plan Room which is open during posted business hours, Suite 1900, 1st Floor, 55 Trinity Avenue, S.W., City Hall South, Atlanta, Georgia 30303.

No Proponent may rely on any verbal response to any question submitted concerning this RFP. All Proponents and representatives of any Proponent are strictly prohibited from contacting any other City employees or any third-party representatives of the City on any matter having to do with this RFP. All communications by any Proponent concerning this RFP must be made to the City's contact person, or any other City representatives designated by the Chief Procurement Officer in writing.

10. **Ownership of Proposals:** Each Proposal submitted to the City will become the property of the City, without compensation to a Proponent, for the City's use, in its discretion.
11. **Insurance and/or Bonding Requirements:** The Insurance and/or Bonding requirements for any Agreement that may be awarded pursuant to this RFP are set forth in Appendix B - Insurance and Bonding Requirements attached to the Concessions Agreement included in this RFP.
12. **Applicable City's Airport Concessions Disadvantaged Business Enterprise (ACDBE) Goals:** The City's ACDBE goals applicable to this procurement are set forth in Appendix A - Office of Contract Compliance Submittals, attached to the Concessions Agreement included in this RFP. By submitting a Proposal in response to this procurement, each Proponent agrees to comply with such applicable ACDBE Goals.
13. **Evaluation of Financial Information:** The City's evaluation of financial information concerning a Proponent and its consideration of such information in determining whether a Proponent is responsive and responsible may involve a review of several items of information required to be included in a Proposal. The City will review the information included in Form 2 - Proponent Financial Statements and Other Financial Information attached to this RFP and any additional information required on that form to be included in a Proposal. Further, if this RFP requires the provision of a Payment Bond and/or

Performance Bond if an Agreement is awarded, the City will review the information included in Form 5; Proof of Insurance Coverage and Bonding Capacity. A Proponent must include with that form (a) notarized letter(s) from its proposed insurer(s) and surety(ies) indicating that the financial capacity of the Proponent is such that the insurer(s)/surety(ies) is/are willing to issue insurance and Payment and Performance Bonds for the Proponent if an Agreement is awarded to it. Further, if this RFP requires a successful Proponent that is awarded an Agreement pursuant to this procurement to post some other type of performance guarantee (e.g. letter of credit, guaranty agreement, etc.), a Proponent must submit with its Proposal a notarized letter from an appropriate financial institution (e.g. bank) indicating that it is willing to issue such performance guarantee for the Proponent if an Agreement is awarded to it.

14. Examination of Proposal Documents:

- 14.1 Each Proponent is responsible for examining with appropriate care the complete RFP and all Addenda and for informing itself with respect to all conditions which might in any way affect the performance of any Services. Failure to do so will be at the sole risk of the Proponent, who is deemed to have included all costs for performance of the Services in its Proposal.
- 14.2 City may in accordance with applicable law, by addendum, modify any provision or part of the RFP at any time prior to the Proposal due date and time.
- 14.3 The Proponent shall not rely on oral clarification to the RFP unless they are confirmed in writing by city in an issued addendum.
- 14.4 Each Proponent must confirm Addenda have been received and acknowledge receipt by executing Form 6; Acknowledgment of Addenda attached to this RFP at Part 4.

15. Rejection of proposals; Cancellation of Solicitation; Waiver of Technicalities: The City reserves the right to reject any Proposal or all Proposals and to waive any technical defect in a Proposal. The city also may cancel this Procurement, at any time when determined by the City to be in the best interest to do so.

16. Award of Agreement; Execution: If the City awards an Agreement pursuant to this procurement, the City will prepare and forward to the successful Proponent an Agreement for execution substantially in the form included in this RFP.

17. Offset of Certain Taxes: The City is aware that Clayton County, Georgia has begun assessing certain ad valorem taxes against tenants' possessory interests in Airport leaseholds. It is the City's intent, to the extent the County is successful in collecting such taxes, to permit the successful proponent to pass this tax liability on to its customers directly in a manner to be determined by the City at a later

time. In responding to this RFP, Proponent should assume that, if successful, it will not be responsible for absorbing ad valorem taxes associated with its possessory interest in its leaseholds at the Airport and should prepare all projections accordingly.

18. **Illegal Immigration Reform and Enforcement Act:** This RFP is subject to the Illegal Immigration Reform and Enforcement Act of 2011 ("Act"). IIREA was formerly known as the Georgia Security and Immigration Compliance Act or GSICA. Pursuant to Act, the Proponent must provide with its Proposal proof of its registration with and continuing and future participation in the E-Verify Program established by the United States Department of Homeland Security. A completed Contractor Affidavit, set forth in Part 5; Appendix C; Illegal Immigration Reform and Enforcement Act Forms, must be submitted on the top of Volume 1 of the Proposal at the time of submission, prior to the time for opening the Proposal. Under state law, the City cannot consider any Proposal which does not include completed forms. Where the business structure of a Proponent is such that Proponent is required to obtain an Employer Identification Number (EIN) from the Internal Revenue Service, Proponent must complete the Contractor Affidavit on behalf of, and provide a Federal Work Authorization User ID Number issued to, the Proponent itself. Where the business structure of a Proponent does not require it to obtain an EIN, each entity comprising Proponent must submit a separate Contractor Affidavit. It is not the intent of this notice to provide detailed information or legal advice concerning the Act. All Proponents intending to do business with the City are responsible for independently apprising themselves of and complying with the requirements of the Act and assessing its effect on City procurements and their participation in those procurements. For additional information on the E-Verify program or to enroll in the program, go to: <https://e-verify.uscis.gov/enroll>. Additional information on completing and submitting the Contractor Affidavit precedes the Affidavit at Part 5, Appendix C.

EXHIBIT A; SCOPE OF SERVICES

Exhibit A: Scope of Concession Services

1. Project Description:

The Proponents shall submit a proposal to fit and finish, construct, operate, maintain, and manage seventeen (17) separate vending (soft drinks/bottled water/snacks) concession locations (individually and collectively referred to herein as the "Premises") in the Atrium North Baggage Claim area (Space ATR-S19 – 45 sq. ft.); on Concourses T (Space T-S1 – 100 sq. ft.); A (Space A-S3 – 180 sq. ft.), B (Space B-S2 – 320 sq. ft., Space B-S3 – 118 sq. ft., Space B-S4 – 231 sq. ft.); C (Space C-S2 – 97 sq. ft., Space C-S3 – 104 sq. ft., Space C-S4 – 188 sq. ft.); D (Space D-S3 – 95 sq. ft. & Space D-S4 – 135 sq. ft.), E (Space E-S9 – 105 sq. ft.); the Maynard Holbrook Jackson, Jr. International Terminal ("Concourse F") (Space F-S3 – 133 sq. ft.); and the Rental Car Center ("RCC") (Spaces RCC-S1-53 sq. ft., RCC-S2-53 sq. ft., RCC-S3-35 sq. ft., and RCC-S4 – 53 sq. ft.) totaling approximately 2,062 square feet, as further depicted on Exhibit A to Part 5; Form of Contract. Concourse F ("MHJIT") is scheduled to open spring 2012.

2. Permitted Uses Generally:

The following use permitted for each of the seventeen (17) vending (soft drink/bottled water/snacks) concession spaces, as outlined in Section 3, include examples of suggested types that will offer choices for airline passengers and employees to purchase items for consumption. These suggested types were chosen on the basis of airport trends and customer preferences. Proponents have the flexibility to substitute other concepts so long as overall variety, quality and service are not compromised. The Aviation General Manager reserves the right to approve any and all substituted vending concession services - soft drink/bottled water/snack types. The Proponent shall submit, in sufficient detail, a clearly defined operation believed to be the best type for the location listed above. These types must be clearly defined in the merchandising plan and included in the business plan submitted with the Proponent's proposal.

The successful proponent will be required to operate and manage vending (soft drink/bottled water/snacks) concession locations providing coin-operated machines on a non-exclusive basis. All items sold must meet Transportation Security Administration ("TSA") security regulations. Other than the items listed, no other vending services or food, beverages, and services shall be sold or offered by Concessionaire without the written consent of the Aviation General Manager. In the event any question or dispute arises as to the sale of any specific item or category of items on the premises, the Concessionaire may submit a request in writing to the Aviation General Manager asking that the matter be reviewed. The Aviation General Manager shall give a decision in writing and such determination is the final authority in the matter. The Concessionaire shall abide by and conform to the decision of the General Manager.

The Aviation General Manager shall have the right, at his sole discretion, at any time prior to or during the term of the Lease, to expand, reduce or otherwise modify the vending concession services-soft drinks/bottled water/snacks.

The Proponent and its subconcessionaire(s) will also be responsible for cleaning and maintaining the "Premises" so as to provide an environment that is "opening day fresh" in appearance at all times. "Opening Day Fresh" means an appearance that is suitable to airport standards and is expected for customers upon opening for business for the length of the entire lease and respective holdover periods (if any).

3. Specific Uses:

3.1 Concept: Vending Concession Services - Soft Drinks/Bottled Water/Snacks

Concept Definition and Requirements:

The following uses permitted for each of the seventeen (17) in-line vending concession services (soft drinks/bottled water/snacks) locations, as outlined below, include examples of concepts that offer a wide range of choices for airlines and passengers and employees. The vending concession services (soft drinks/bottled water/snacks) location concepts listed in this section are the Department of Aviation's preferred choice; however, proponent will have flexibility to substitute types that reflect current sales trends. In addition, the type of dispensers that reflect technology and environmental trends are highly encouraged.

Concept Definition	Location	Approx Square Footage
Space ATR-S19 Vending located across from Lottery	Atrium North	45 sq. ft.
Provide three (3) machines (open concepts)	Baggage Claim	
Space T-S1 - Vending on T-Concourse North	T Concourse	100 sq. ft.
Provide three (3) machines (open concepts)		
Space A-S3 - Vending by Gate A-33	A Concourse	180 sq. ft.
Provide five (5) machines: One (1) for snacks (salted, candy, etc.), one (1) containing juice, one (1) serving soft drinks, one (1) serving frozen snacks, and one (1) change machine		
Space B-S2 - Vending near Gate B-28	B Concourse	320 sq. ft.

Provide six (6) machines: One (1) for snacks (salted, candy, etc.), one (1) containing juice, two (2) serving soft drinks, one (1) serving ice cream, and one (1) serving frozen snacks		
Space B-S3 - Vending across from Gate B-23	B Concourse	118 sq. ft.
Provide five (5) machines: One (1) for snacks (salted, candy, etc.), one (1) containing juice, one (1) serving soft drinks, one (1) ice cream, and one (1) serving frozen snacks		
Space B-S4 - Vending by Gate B-2	B Concourse	231 sq. ft.
Provide seven (7) machines: Two (2) for snacks (salted, candy etc.), one (1) juice machine, one (1) soda machine, one (1) ice cream machine, one (1) frozen snacks machine, and one (1) change machine		
Space C-S2 - Vending by Gate C44	C Concourse	97 sq. ft.
Provide five (5) machines: One (1) for snacks (salted, candy, etc.), one (1) juice machine, one (1) soda machine, and one (1) ice cream machine, and one (1) serving frozen snacks		
Space C-S3 - Vending by Gate C34	C Concourse	104 sq. ft.
Provide six (6) machines: One (1) for snacks (salted, candy, etc.), one (1) containing juice, one (1) serving soft drinks, one (1) serving ice cream, one (1) serving frozen snacks and one (1) change machine.		
Space C-S4 - Vending by Gate C8	C Concourse	187 sq. ft.
Provide four (4) machines: one (1) for snacks (salted, candy, etc), one (1) juice machine, one (1) soda machine, and one (1) ice cream machine		
Space D-S3 - Vending across from Gate D-25	D Concourse	95 sq. ft.
Provide five (5) machines: One (1) for snacks (salted, candy, etc.), one (1) juice machine, one (1) soda machine, one (1) ice cream machine, and one (1) serving frozen snacks		
Space D-S4 - Vending across from Gate D-13	D Concourse	135 sq. ft.
Provide four (4) machines: one (1) for snacks (salted, candy, etc), one (1) juice machine, one (1) soda machine, and one (1) ice cream machine		
Space E-S9 - Vending by Gate E-16	E Concourse	105 sq. ft.

Provide six (6) machines: One (1) for snacks (salted, candy, etc.), one (1) containing juice, one (1) serving soft drinks, one (1) serving ice cream, one (1) serving frozen snacks and one (1) change machine.		
Space F-S3 - Vending by	F Concourse	133 sq. ft.
Provide six (6) machines: One (1) for snacks (salted, candy, etc.), one (1) containing juice, one (1) serving soft drinks, one (1) serving ice cream, one (1) serving frozen snacks and one (1) change machine.		
Space RCC-S1 - Vending located on Level 2	Rental Car Center	53 sq. ft.
Provide three (3) machines – (open concepts)		
Space RCC-S2 - Vending located on Level 2	Rental Car Center	53 sq. ft.
Provide three (3) machines – (open concepts)		
Space RCC-S3 - Vending located on Level 3	Rental Car Center	53 sq. ft.
Provide three (3) machines - (open concepts)		
Space RCC-S4 - Vending located on Level 3	Rental Car Center	53 sq. ft.
Provide three (3) machines - (open concepts)		

Total: **2,062 sq. ft.**

Non-Permitted Inventory/Concepts: The successful proponent will be prohibited from offering the following products and services:

- The sale or delivery of any duty free/in-bond merchandise;
- Retail merchandise for any type;
- Any and all sales from vending machine or other mechanical devices, including by not limited to such items as cigarettes, maps, coffee, newspapers, stamps, insurance policies, and dispensation of cash, check orders, and checks;
- Freshly prepared popcorn or peanuts in the shell baked products intended for immediate consumption.

3.2 Construction

The successful Proponent shall pay O&M charges, marketing fees, and other non-rental charges during this period. The Proponent will be responsible for the base build outs (mechanical, electrical, plumbing and HVAC, etc.) necessary to bring the base building concession spaces to a condition ready to receive concessions space improvements. The initial layout and design of all Concessionaire improvements to be made or installed within the Premises and any subsequent refurbishments shall conform to the Department of Aviation Airport Design Criteria (the "Airport Design Criteria") which shall be made available to Concessionaire upon the Airport's website (www.atlanta-airport.com) and shall be subject to change from time to time by the Aviation General Manager within one hundred and fifty (150) days of the Commencement Date, or otherwise pursuant to a Transition Plan approved by the Aviation General Manager.

Exhibit B; Historical Sales and Enplanement Data

Exhibit B; Historical Sales and Enplanement Data

YEAR	TOTAL VENDING REVENUE	TOTAL ENPLANEMENTS
CY 2005	\$1,807,360	43,020,533
CY 2006	\$1,789,820	42,524,221
CY 2007	\$1,832,917	44,831,102
CY 2008	\$1,916,810	45,090,316
CY 2009	\$1,776,213	45,107,057
CY 2010	\$1,750,864	45,816,397

Part 2; Contents of Proposals/Required Submittals

Part 2; Contents of Proposals/Required Submittals

1. **General Contents of Proposals:** A Proponent is responsible for ensuring sufficient information is submitted in response to this RFP and all forms must be completed in their entirety. A Proponent must submit a complete Proposal in the format specified in this RFP; no other format will be considered. A Proposal will consist of two (2) separate documents:

- 1.1. Information drafted and provided by a Proponent (to be submitted in a Volume I to a Proposal); and
- 1.2. Information provided by a Proponent on forms provided by the City (or required to be created by a Proponent) in this RFP (to be submitted in a Volume II to a Proposal).

2. Information Required to Be Included in Proposal:

- 2.1. **Summary:** The following is a summary of information required to be contained in a Proposal:

2.1.1. Information Drafted And Provided By A Proponent: This information should be included in a Volume I to the Proposal:

- 2.1.1.1. Executive Summary;
- 2.1.1.2. Proposed Concept(s)/Merchandising Plan/Facility/Capacity;
- 2.1.1.3. Operations and Management Plan;
- 2.1.1.4. Business Plan Narrative and Form 7-Business Plan Form;
- 2.1.1.5. Construction Plan/Transition Plan;
- 2.1.1.6. Overall Project Experience/Qualifications/Performance/Key Personnel & Resumes;
- 2.1.1.9. Form 9; Proposed Concept Form;
- 2.1.1.10. Form 10; Vending Concessions Services - Soft drinks/Bottled Water/Snacks Past Performance and Experience Form.

2.1.2. Information Provided by a Proponent on Forms Provided by the City: This information should be included and submitted in a Volume II to a Proposal:

2.1.2.1. Forms attached to this RFP at Part 4:

- 2.1.2.1.1. Form 1; Proponent Contact Directory;
- 2.1.2.1.2. Form 2; Proponent Financial Statements and Other Financial Information;
- 2.1.2.1.3. Form 3; Disclosure Form and Questionnaire;
- 2.1.2.1.4. Form 4; Acknowledgment of Insurance and Bonding Requirements;
- 2.1.2.1.5. Form 5; Proof of Insurance Coverage and Bonding Capacity;
- 2.1.2.1.6. Form 6; Acknowledgement of Addenda;

- 2.1.2.1.7. Form 11; Systematic Alien Verification Form ("SAVE"); and
- 2.1.2.1.8. Form 12; List of References

2.1.2.2. Forms included in the Concessions Agreement are attached to this RFP in Part 5 include (these forms should be completed and submitted with the Proposal):

- 2.1.2.2.1. Appendix A; City's ACDBE Goals; Office of Contract Compliance Submittals;
- 2.1.2.2.2. Appendix C; Illegal Immigration Reform & Compliance Act;
- 2.1.2.2.3. Certificate to Transact Business in the State of Georgia
(Form(s) not provided by City)

2.2. Information Requirements Details: The following is a more detailed summary of the requirements of certain portions of the Proposal:

2.2.1. Executive Summary.

2.2.1.1. **Cover Letter:** The executive summary must include a letter with the Proponent's name, address, telephone number and fax number, signed by a person authorized to act on behalf of the Proponent. The letter should also include the name, title, address, e-mail address, telephone number and fax number of the person signing the letter and the name, title, address, e-mail address, telephone number and fax number of one (1) contact person to whom all future correspondence and/or communications will be directed by the City concerning this procurement, if that person is different from the person executing the letter. The letter should also designate the type of business entity that proposes to enter into a Contract with the City and the identity of any other business entities that will comprise the Proponent and include a brief history of the Proponent and statement of the Proponent's approach to providing the services solicited in this RFP.

2.2.1.2. **Detailed Executive Summary:** The purpose of the Detailed Executive Summary is to provide an overview of the Proponent's qualifications to accomplish the project. At a minimum, the Detailed Executive Summary must contain the following information:

- 2.2.1.2.1. Complete legal name of the Proponent and the name of the legal entities that comprise the Proponent. The Proponent must provide the domicile where each entity comprising it is organized, including entity name, brief history of the entity, contact name, address, phone number, facsimile number, and e-mail address as well as the legal structure of the entity and a listing of major satellite offices;

2.2.1.2.2. The general and specific capabilities and experience of the Proponent's Team. Each Proponent must identify examples where team members have worked together to complete a project and discuss how the team was formed and how the team will function as an integrated unit in providing services to the City;

2.2.1.2.3. A description of the Proponent's plan for complying with the City's ACDBE goals. This section should include detailed information regarding the essential subconcessionaire, the Proponent intends to use and should indicate the role and responsibilities these firms will be assigned. Each Proponent must provide a letter from each essential subconcessionaire indicating that the firm concurs with the role and responsibility Proponent has described;

2.2.1.2.4. A declarative statement as to whether the Proponent or any member of the Proponent team has an open dispute with the City or is involved in any litigation associated with work in progress or completed in both the private and public sector during the past five (5) years.

2.2.2. Proposed Concept(s)/Merchandising Plan/Capacity/Facility

2.2.2.1. The Proponent shall submit, in sufficient detail, one clearly defined Space Use Plan for the operation believed to be the best concept for the location. **Only one Space Use Plan for the Premises will be accepted.** This space maybe split into multiple concepts, however, the total dimensions in either case will not exceed the total square feet or dimensions as depicted on Exhibit A to Part 5; Form of Contract. Concepts on the Space Use Plan shall be annotated on Form 9, Proposed Concepts Form to Part 4; Submittal Forms.

2.2.2.2. **Proposed Concept Requirements:** Include the following for each concept on Form 9:

2.2.2.2.1. Location Name;

2.2.2.2.2. Name of Store Operator; (Sub concessionaire)

2.2.2.2.3. Space Identifier;

2.2.2.2.4. Concept;

2.2.2.2.5. Description and theme;

2.2.2.2.6. Merchandise listing, proposed price range, and menu (where applicable);

2.2.2.2.7. Floor plan; (Submit as attachment to Form 9)

2.2.2.2.8. Color photographs of existing stores and or renderings illustrating proposed store design, submitted in "8 1/2 x 11 1/2" or "11 x 17" format as part of the bound Proposal; (Submit as attachment to Form 9)

2.2.2.2.9. Letter of intent for Branded Concept (if applicable) to include brand authorization for submissions of concept. (Submit as attachment to Form 9)

2.2.2.3. **Operations and Management Plan:** Include the following:

2.2.2.3.1. A Management Organizational chart included both graphically and in narrative format. The Organizational chart and narrative should provide the names of proposed candidates for each function on the chart (if available), a description of the Proponent's organizational structure on how it will facilitate managing and providing the Services, the flow of information, as well as a depiction of the relationship of its management staff functions to that of the Principal-in-Charge and other staff positions of the management team;

2.2.2.3.2. Staffing plan, including the number of management and non-management employees and the shifts to cover the operating hours;

2.2.2.3.3. Logistics including expected delivery schedule of product and replenishment of on-site stock;

2.2.2.3.4. Facility Maintenance Plan, including policy for maintenance and repairs, expected frequency of cleaning and trash disposal, and general schedule for the replacement of equipment, displays, fixtures and tile/carpeting;

2.2.2.3.5. Customer Service Plan, including a thorough description of the Proponent's customer service policies, procedures and programs;

2.2.2.3.6. Retention and Employee Incentive Programs, including a description of the Proponent's retention strategies, incentive programs, bonus programs and career advancement policies.

2.2.2.4. **Business Plan:** The Proponent must demonstrate the following:

2.2.2.4.1. Provide a business plan narrative that provides it range of resources and technical expertise that will be used during the Proposed Agreement. The narrative must include how the Proponent expects to implement a profitable business with positive cash flow over the life of the Agreement and also expressly provide

understanding of how the Proponent will address any obstacles that may prevent achieving these goals.

2.2.2.4.2. Include projected revenue and expenses for the base seven (7) year term and key strategies and programs to ensure delivery of the financial plan. Pro forma profit and loss documents should be completed for the seven (7) year term – See Form 7.

2.2.2.5. **Construction Plan:** The Proponent must include the following:

2.2.2.5.1. a brief narrative description of the proposed capital improvements to be made to each individual and dominant design theme;

2.2.2.5.2. an identification of Proponent's architectural design team, specifying prior experience in the design of vending locations (including resumes and project experience);

2.2.2.5.3. a construction schedule, identifying the project start and completion dates.

2.2.2.6. **Transition Plan:** The proponent must include the following:

2.2.2.6.1.1. Provide a clearly detailed plan on how the Proponent will assist in maintaining the level of internal customer service with the Department of Aviation to be provided during construction.

2.2.3. Overall Project Experience/Qualifications/Performance:

2.2.3.1. **Proponent must clearly illustrate how it meets the minimum qualification requirements set forth in this RFP.** Proponent should explain in detail the number of years and extent of Proponent's and the Proponent subconcessionaire's with vending concessions services – soft drinks/bottled water/snacks experience, with special emphasis upon prior experience in the operation and management of such facilities at airports, hotels, major transportation centers, malls or other prominent services setting. Include the following on Form 10 attached to Part 4:

2.2.3.1.1. The names and addresses of stores, concept description, type of operation, location opening and closing date (if applicable), annual gross sales, square footage, and the sales per square footage at airports, transportation centers, malls, hotels or other prominent service centers where the Proponent has operated and managed in three (3) years within the past five (5) years the operation and management of no less than ten (10) individual vending concessions services (soft drinks/bottled water/snacks) generating a minimum of \$500,000 in annual gross revenues;

2.2.3.1.2. The names and addresses of vending concessions services – soft drinks/bottled water/snacks concept description, type of operation, location opening and closing date (if applicable), annual gross sales, square footage, sales per square footage at airports, transportation centers, malls, hotels or other prominent service centers where each of the Proponent's subconcessionaires has operated and managed no less than ten (10) individual vending concessions services (soft drinks/bottled water/snacks) in three (3) years within the past five (5) years generating a minimum of \$100,000 in annual gross revenues;

2.2.3.1.3. Three (3) letters of reference using Form 12: List of References from the Proponent's and subconcessionaire's landlord or property owner, include a contact name, address, phone number, e-mail address and fax number;

2.2.3.1.4. A detailed Proponent and sub concessionaire history of operating and managing personnel at vending concessions services (soft drinks/bottled water/snacks) locations;

2.2.3.1.5. Examples of marketing programs undertaken to promote sales and customer service in the locations, including samples of advertisements, promotional materials, flyers, coupons, etc.;

2.2.3.1.6. Information on quality monitoring programs that the proponent and subconcessionaire have implemented at other venues (i.e. Mystery Shopper, Customer Comments). This shall include both descriptive information and sample evaluation forms from quality audits, performance standard evaluations or other similar programs.

2.2.3.2. Key Personnel/Resumes:

2.2.3.2.1. Identify and provide resumes for the individuals that the Team will use to fill the following positions or similar titles:

- 2.2.3.2.1.1. Chief Executive Officer/President;
- 2.2.3.2.1.2. Chief Financial Officer
- 2.2.3.2.1.3. Chief Operations Officer;
- 2.2.3.2.1.4. Construction Design Team Lead Officer;
- 2.2.3.2.1.5. Director of Merchandising;
- 2.2.3.2.1.6. On-Site General Manager;
- 2.2.3.2.1.7. On-Site Operations Manager;
- 2.2.3.2.1.8. Human Resource Manager

2.2.3.2.2. Resumes should be organized as follows (See sample format):

- 2.2.3.2.2.1. Name and Title;
- 2.2.3.2.2.2. Professional Background;
- 2.2.3.2.2.3. Current and Past Relevant Employment;
- 2.2.3.2.2.4. Education;
- 2.2.3.2.2.5. Certifications;
- 2.2.3.2.2.6. List of three (3) Relevant projects, including:
 - 2.2.3.2.2.6.1. Client Name
 - 2.2.3.2.2.6.2. Project/Facility Name/Location
 - 2.2.3.2.2.6.3. Project Description
 - 2.2.3.2.2.6.4. Role of Individual
 - 2.2.3.2.2.6.5. Reference Contact: Name, Title, Current Address, Current E-mail address and Current Telephone Number

2.2.4 Financial Statement and Capability: The Proponent must provide a financial profile including all information required in Part 4, Form 2, "Proponent Financial Statement and Other Financial Information".

Given the magnitude and nature of the work contemplated in this RFP, the City should be able to evaluate, verify, and understand the Contracting Entity's financial capability and expertise to undertake and perform the Services. The Contracting Entity should demonstrate financial capability by providing documentation from one group of requests (see below) for each member of the Contracting Entity:

- (1) Audited financial statements for the three (3) most recent consecutive fiscal years:
 - (a) Income Statement
 - (b) Balance Sheet
 - (c) Statement of Changes in Financial Position

OR

- (2) Unaudited financial statements for the last (3) consecutive years, preferably compiled or attested by a CPA firm. Statements must include:
 - (a) Income Statement
 - (b) Balance Sheet
 - (c) Satisfactory proof of Proponent's ability to obtain a Performance Bond in an amount equal to 12 months of the Proponent's first year's MAG offer, as described in Appendix B.

OR

(3) Other:

- (a) Unaudited financial statements
- (b) Two (2) banks or other institutional lenders references
- (c) Statement from bank confirming the company's open credit line available for the project
- (d) Dunn and Bradstreet report for the last two (2) years

Please attach the statement from the banks confirming the Company's credit lines available for the Project.

Proponents are required to submit hard copies of all of the above financial conditions.

2.2.5 Financial Offer: Each Proponent must submit a Financial Offer using the form provided by the City at Part 4; Form 8; Financial Offer.

2.2.5.1 The Proponent will establish a minimum rent to be paid to City for the first year of the proposed agreement (hereinafter "the Minimum Annual Guarantee" or MAG) of \$300,000 (Form 8).

2.2.5.2 The proponent must propose, by Category, the percentage of its actual Gross Receipts that it agrees to pay for rent ("Percentage Rent") for all locations. The minimum percentage Rent per category that the City will accept for vending services (soft drinks/bottled water/snacks) is eighteen (18%) percent. If the Proponent submits, in the proposal, a lower percentage than the minimum percentage listed below, their proposal shall be deemed non-responsive.

3. Submission of Proposals:

3.1. A Proposal must be submitted in sealed envelope(s) or package(s) and the outside of the envelope(s) or package(s) must clearly identify the name of the project: **FC-5210; Vending Concession Services (Soft Drinks/Bottled Water/Snacks)**, and the name and address of the Proponent. All Proposals must be submitted to:

Adam L. Smith, Esq., CPPB, CPPO
Chief Procurement Officer
Department of Procurement
55 Trinity Avenue, S.W.
City Hall South, Suite 1900
Atlanta, Georgia 30303-0307

- 3.2. A Proponent is required to submit one (1) original of Volume I and II with original signature marked "Original". Also, a Proponent is required to submit eight (8) copies of Volume I: The Proposal and three (3) copies of Volume II of its Proposal. Each Proposal must be submitted on 8½" x 11" single-sided, double-spaced, typed pages, using twelve (12)-point font size and such pages must be inserted in a standard three-hole ring binder. Each Proposal must contain an index and separate sections for the information requirements set forth in this RFP, as well as for the forms required to be submitted.
- 3.3. The Proponent is required to submit, in a separate, sealed envelope, clearly marked "Financial Offer", one (1) stamped "Original" and five (5) copies of its Financial Offer (Form 8) with its Proposal.

4. **Submittals:** The following submittals must be completed and submitted with each Proposal.

Item #	Required Proposal Submittal Check Sheet²	Check (√)
	FORMS TO BE SUBMITTED WITH PROPOSAL THAT WILL NOT FORM PART OF THE CONTRACT, IF AWARDED:	
1.	Form 1; Proponent Contact Directory	
2.	Form 2; Proponent Financial Statements and Other Financial Information	
3.	Form 3; Disclosure and Questionnaire Forms	
4.	Form 4; Acknowledgement of Insurance and Bonding Requirements	
5.	Form 5; Proof of Insurance Coverage and Bonding Capacity Form	
6.	Form 6; Acknowledgment of Addenda Form	
7.	Form 7; Business Plan Form	
8.	Form 8; Financial Offer Form (sealed envelope)	
9.	Form 9; Proposed Concept Form	
10.	Form 10; Vending Concession Past Performance and Experience Form	
11.	Form 11; SAVE Affidavit	
12.	Form 12; List of References Form	
	DOCUMENTS/FORMS THAT WILL FORM PART OF THE CONTRACT, IF AWARDED:	
1.	Appendix A; City's ACDBE Goals; Office of Contract Compliance Submittals; (to be completed by Proponent and submitted with Proposal)	
2.	Appendix C; Illegal Immigration Reform and Enforcement Act Forms (to be completed by Proponent and submitted with Proposal)	
3.	Documentation evidencing Proponent's authority to transact business in the State of Georgia (to be completed by Proponent and submitted with Proposal) CERTIFICATE NOT PROVIDED BY THE CITY	

² This table is included for Proponent's convenience and may be used to track the preparation and submittal of certain required information with its Proposal.

Part 3; Evaluation of Proposals

Part 3: Evaluation of Proposals

All Proposals will be evaluated in accordance with the City's Code of Ordinances and the criteria specified on the Percentage Evaluation Form and considering the information required to be submitted in each Proposal. An Evaluation Committee will review the Proposals in accordance with this RFP.

All Proposals will be evaluated using the following Evaluation Form:

RELATIVE WEIGHT	GRADED ITEM	SCORE
20	Concept(s)/Merchandising Plan/Capacity/Facility	
20	Project Experience/Qualifications/Performance	
25	Business Plan	
15	City's ACDBE Goals	
10	Financial Statement and Capability	
10	Financial Offer	
100%	TOTAL SCORE	

Part 4: Submittal Forms

FORM 1
PROPONENT CONTACT DIRECTORY

FORM 1
PROPOSER CONTACT DIRECTORY³

NAME	POSITION/TITLE	MAILING ADDRESS	PHONE NUMBER	FAX NUMBER	EMAIL ADDRESS

³ The purpose of the Proposer Contact Directory is to provide the City with a centralized, easily identified source of important contacts and other information regarding each of the business entities constituting a Proposer. This Proposer Contact Directory should include the names, positions/titles, firms, mailing addresses, phone and fax numbers and e-mail addresses for each of the following as it pertains to each of the firms in a Proposer's team:

1. At least two individuals, one primary the other(s) secondary, authorized to represent the firm for purposes of this RFP; and
2. Proposer Service Provider Key Personnel (as appropriate) listed in the Concessions Agreement included in this RFP at Part 5.

**FORM 2: Proponent Financial Statements and Other Financial
Information**

FORM 24: Proponent Financial Statements and Other Financial Information

Note: If a general partnership or a joint venture is proposed, all member companies are to respond separately to all questions, each completing a separate Form 2 to be submitted with its Proposal.

ALL FIGURES IN U.S. DOLLARS (US\$)

1. Summary of assets and liabilities on the basis of available financial statements for the most recent three (3) years.

Standard currency of Company's Financial Statement:

The exchange rate used: = US \$.....

Most recent three (3) years:

	<u>Year:</u> (thousands)	<u>Year:</u> (thousands)	<u>Year:</u> (thousands)
Current Assets	US\$.....	US\$.....	US\$.....
Current Liabilities	US\$.....	US\$.....	US\$.....
Working Capital	US\$.....	US\$.....	US\$.....
Total Assets	US\$.....	US\$.....	US\$.....
Total Liabilities	US\$.....	US\$.....	US\$.....
Net-Worth	US\$.....	US\$.....	US\$.....

Please indicate the status of the financial statements provided:

___ **Audited by a CPA**
___ **Attested by a CPA**
___ **Compiled by a CPA**
___ **Self Prepared**

⁴ Each Proponent should submit any other information it deems appropriate to reflect its financial capabilities.

-
2. Total value of the balance of work in hand:

US \$.....

3. Value of available credit for the Project from reputable local Banks or foreign bank verified by local banks.

<u>Name of Bank, Address, Telephone and Fax numbers</u>	<u>Amount</u> <u>(US\$)</u>
.....
.....
.....
.....
.....
Total

4. Given the magnitude and nature of the work contemplated in this RFP, the City should be able to evaluate, verify, and understand the Contracting Entity's financial capability and expertise to undertake and perform the Services. The Contracting Entity should demonstrate financial capability by providing documentation from one group of requests (see below) for each member of the Contracting Entity:

(4) Audited financial statements for the three (3) most recent consecutive fiscal years:

(d) Income Statement

(e) Balance Sheet

(f) Statement of Changes in Financial Position

OR

(5) Unaudited financial statements for the last three (3) consecutive years, preferably compiled or attested by a CPA firm. Statements must include:

(d) Income Statement

(e) Balance Sheet

(f) A Surety Bond

OR

(6) Other:

(e) Unaudited financial statements

- (f) Two (2) banks or other institutional lenders references
- (g) Statement from bank confirming the company's open credit line available for the project
- (h) Dunn and Bradstreet report for the last two (2) years

Please attach the statement from the banks confirming the Company's credit lines available for the Project.

Proponents are required to submit hard copies of all of the above financial conditions.

*A proponent will be deemed **non-responsive** if complete documents for one of the above categories are not submitted for evaluation.*

Form 3; Disclosure Form and Questionnaire

Form 3; Disclosure Form and Questionnaire

Proponent's disclosures must fully answer all questions posed by the City. Such disclosure must be submitted at the time of the Proposal submission and included as a part of the Proposal.

For the purposes of this disclosure form:

1. **"Proponent" means, and disclosure is required for, each Proponent and its constituent members, firms, partners, joint ventures and subconcessionaires.**
2. "affiliate" means any legal entity that, directly or indirectly through one or more intermediate legal entities, controls, is controlled by or is under common control with the Proponent or a member of Proponent.
3. "control" means that the controlling entity: (i) possesses, directly or indirectly, the power to direct or cause the direction of the management and policies of the controlled entity, whether through the ownership of voting securities or by contract or otherwise; or (ii) has direct or indirect ownership in the aggregate of fifty one (51%) or more of any class of voting or equity interests in the controlled entity.

The following information must be provided:

1. Please provide the names and business addresses of Proponent and each of Proponent's officers, directors, affiliates and other employees, agents or representatives for this project: FC-5210; Vending Concession Services (Soft Drinks/Bottled Water/Snacks). Describe accurately, fully and completely their respective relationships with the Proponent, including their ownership interests and their anticipated role in the management and operations of the Proponent.
2. Please describe the general development of the Proponent's business during the past ten (10) years, or such shorter period of time that the Proponent has been in business.
3. List any lawsuits, administrative actions or litigation to which Proponent is currently a party or has been a party (either as a plaintiff or defendant) during the past ten (10) years based upon fraud, theft, breach of contract, misrepresentation, safety, wrongful death or other similar conduct. For each suit, list all parties and indicate whether any party was a bonding company, insurance company, an owner, or otherwise. State the project giving rise to the lawsuit, administrative action or litigation, explain the basis for all claims and state whether a settlement was reached or a judgment was entered, identifying each party against whom a judgment was entered.
4. Provide details if Proponent has been charged with a criminal offense within the last ten (10) years.

5. Describe any citation or notices of violation which Proponent received from any government agency in connection with any of Proponent's work during the past ten (10) years. Include OSHA violations, except for the minimum dollar amounts.
6. Please state whether any of the following events have occurred in the last ten (10) years with respect to the Proponent. If any answer is yes, explain fully the circumstances surrounding the subject matter of the affirmative answer:
 - (a) Whether Proponent or affiliate currently or previously associated with Proponent, has ever filed a petition in bankruptcy, taken any actions with respect to insolvency, reorganization, receivership, moratorium or assignment for the benefit of creditors, or otherwise sought relief from creditors.
 - (b) Whether Proponent was subject of any order, judgment or decree not subsequently reversed, suspended or vacated by any court permanently enjoining Proponent from engaging in any type of business practice; and
 - (c) Whether Proponent was the subject of any civil or criminal proceeding in which there was a final adjudication adverse to Proponent which directly arose from activities conducted by Proponent which submitted a bid or proposal for the subject project.
7. State whether any employee, agent or representative of Proponent who is or will be directly involved in the project, in the last ten (10) years: (i) has or had, directly or indirectly, a business relationship with the City; (ii) directly or indirectly has received revenues from the City or (iii) directly or indirectly has received revenues from conducting business on City property or pursuant to any contract with the City.
8. State whether any employee, agent or representative of Proponent who is or will be directly involved in the project has or had within the last ten (10) years a direct or indirect business relationship with any elected or appointed City official or with any City employee.

NOTE: In addition to providing detailed narrative answers to the questions posed in this disclosure form and questionnaire Proponent may attach any other documents that may provide information responsive to the subjects in this disclosure form and questionnaire.

Under penalty of perjury, I declare that I have examined this disclosure form and questionnaire and all attachments to it, if applicable, and, to the best of my knowledge and belief, and all statements contained in it and all attachments, if applicable, are true, correct and complete.

Date:_____

Corporate Proponent:
[Insert Corporate Name]

By:_____
Name:_____
Title:_____

**Corporate Secretary/Assistant
Secretary (Seal)**

Non-Corporate Proponent:
[Insert Proponent Name]

By:_____
Name:_____
Title:_____

Notary Public (Seal)
My Commission Expires:_____

**Form 4; Acknowledgment of Insurance and Bonding
Requirements**

Form 4; Acknowledgment of Insurance and Bonding Requirements

I, _____, on behalf of _____, Proponent, acknowledge that if selected as the successful Proponent for **FC-5210; Vending Concession Services (Soft Drinks/Bottled Water/Snacks)**, Proponent shall comply completely and promptly with all insurance and bonding requirements contained in the Form of Agreement attached to this Solicitation and appendices thereto, pertaining to insurance or bonding.

Proponent understands that it is expected to share these requirements with potential sureties and insurance brokers, agents, underwriters, etc. prior to any award of an Agreement and to take all necessary steps to ensure compliance with the applicable requirements without delay. Proponent understands, acknowledges and agrees that any failure to fully comply with these requirements within ten (10) days of the date Proponent receives a final Agreement document from the City may result in the forfeiture of the Proposal guarantee submitted with this Proposal and/or the disqualification of Proponent from further consideration for the Agreement.

By executing this Acknowledgement of Insurance and Bonding Requirements, I represent that the Proponent understands and agrees to comply unconditionally with all requirements related to insurance and bonding contained in the Form of Agreement attached to this Solicitation. Further, by signing below, I represent that I am authorized to make the representations contained herein on behalf of Proponent.

Date: _____

Corporate Proponent:
[Insert Corporate Name]

By: _____
Name: _____
Title: _____

**Corporate Secretary/Assistant
Secretary (Seal)**

Non-Corporate Proponent:
[Insert Proponent Name]

By: _____
Name: _____
Title: _____

Notary Public (Seal)
My Commission Expires: _____

Form 5; Proof of Insurance Coverage and Bonding Capacity

Form 5; Proof of Insurance Coverage and Bonding Capacity

FC-5210; Vending Concession Services (Soft Drinks/Bottled Water/Snacks)

INSURANCE COVERAGE AND BONDING CAPACITY

CITY OF ATLANTA, GEORGIA

Proponent shall provide the City with satisfactory evidence of the Proponent's ability to obtain the required insurance and bonds from (a) company (ies) satisfactory to the City and licensed by the Insurance Commissioner of the State of Georgia to transact Surety business in the State of Georgia. Proponent shall submit this form with its Proposal.

SURETY:

COMPANY NAME: _____

COMPANY ADDRESS: _____

CONTACT NAME AND PHONE: _____

BONDING CAPACITY IS: _____

INSURER:

COMPANY NAME: _____

COMPANY ADDRESS: _____

CONTACT NAME AND PHONE: _____

Proponent is required to submit a letter from the Company providing insurance and bonds for this project certifying that the Company will provide insurance and bonds in accordance with the terms set forth in Appendix B.

Date: _____

Corporate Proponent:
[Insert Corporate Name]

By: _____

Name: _____

Title: _____

**Corporate Secretary/Assistant
Secretary (Seal)**

Non-Corporate Proponent:
[Insert Proponent Name]

By: _____

Name: _____

Title: _____

Notary Public (Seal)
My Commission Expires: _____

Form 6; Acknowledgment of Addenda

Acknowledgement of Addenda

Bidders/Proponents must sign below and return this form with Bids/Proposals to the Department of Procurement, 55 Trinity Avenue, City Hall South, Suite 1790, Atlanta, Georgia 30303, as acknowledgment of receipt of certain Addenda.

This is to acknowledge receipt of the following Addenda for **FC-5210; Vending Concession Services (Soft Drinks/Bottled Water/Snacks)**:

1. _____;
2. _____;
3. _____; and
4. _____.

Dated the _____ day of _____, 20__.

Corporate Proponent:
[Insert Corporate Name]

By: _____
Name: _____
Title: _____

**Corporate Secretary/Assistant
Secretary (Seal)**

Non-Corporate Proponent:
[Insert Proponent Name]

By: _____
Name: _____
Title: _____

Notary Public (Seal)

My Commission Expires: _____

Form 7; Business Plan Form

Form 7 Business Plan Form
Projected Sales, Net Income and Cash Flow
FC-5210; Vending Concession Services (Soft Drinks/Bottled Water/Snacks)

Provide projection of sales, expenses, net income and cash flow for each store location.
Describe major assumptions. Use the following format for a separate projection for each location. Attach additional sheets as necessary.

Also provide a grand total to include total operation of all of the locations.

Vending Operator _____ Vending Location _____

Vending Name _____

Category	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7
Gross Sales							
Less: Cost of Goods Sold							
Gross Margins							
Operation Expenses:							
Rent to the City							
Employee Benefits							
Employee Salaries/Wages							
Utilities and Telephone							
Maintenance/Cleaning/Supplies							
Insurance							
Marketing/Advertising							
Franchise/Royalty Fees							
General & Administration							
Interest							
Depreciation and Amortization							
Other (Please Specify)							
Total Expenses							
Net Income							
Add: Depreciation and Amortization							
Equals: Cash Flow from Operations							
Beginning Cash Balance							
Add: Cash Flow from Operations							
Less: Debt Service (Principal Only)							
Less: Capital Expenditures							
Equals: Ending Cash Balance							

Assumptions:

Form 8; Financial Offer Form

Form 8 Financial Offer Form
FC-5210; Vending Concession Services (Soft Drinks/Bottled Water/Snacks)

The undersigned, having (a) examined carefully the accompanying Instructions to Proponents and the form of the Agreement for Concessions at Hartsfield-Jackson Atlanta International Airport, (b) visited the Airport (site tour is optional), (c) became familiar with all terms and conditions specified in the Instructions and the Agreement and with the proposed operation of the vending concession services-soft drinks/bottled water/snacks, hereby submits this Financial Offer Form for compensation and privilege of operating the vending concession services - soft drinks/bottled water/snacks Agreement at the Airport to be paid to the City by the undersigned in consideration of the execution of said vending concession services agreement - soft drinks/bottled water/snacks concession agreement by the City and the performance of all terms and conditions therein agreed by the Concessionaire on its part to be kept and performed.

The amount of the first year's Minimum Annual Guarantee ("MAG") Words _____
_____ (\$_____)

*** Only the MAG will be evaluated as the financial offer by the evaluation team.**

Percentage Rental Fee per Category

Category	Percentages of Gross Receipts
Vending Services (Soft Drinks/Bottled Water/Snacks)	

Please sign the appropriate place:

Signature _____

Title _____

Company _____

Form 9 Proposed Concept Form

Form 9 Proposed Concept Form

<u>Store Name</u>	<u>Name of Operator (Subconcessionaire)</u>	<u>Space ID</u>	<u>Concept</u>	<u>Description and Theme</u>	<u>Merchandise Listing</u>

**Form 10; Vending Concession Services – (Soft Drinks/Bottled
Water/Snacks) Past Performance and Experience Form**

From 10 Vending Concession Services - Soft Drinks/Bottled Water/Snacks
Past Performance and Experience Form

<u>Store Name</u>	<u>Store Address</u>	<u>Concept Description</u>	<u>Type of Operation</u>	<u>Store Opening/ Closing</u>	<u>Annual Gross Sales</u>	<u>Square Footage</u>	<u>Sales Per Square Foot</u>

Form 11, Systematic Alien Verification Entitlement Affidavit

Form 11



**CITY OF ATLANTA AFFIDAVIT
VERIFYING STATUS FOR RECEIPT OF PUBLIC BENEFIT
SUBMITTED TO DEPARTMENT OF PROCUREMENT**

By executing this affidavit under oath, as an applicant for a City of Atlanta Contract, Business License or Georgia Occupation Tax Certificate, Alcohol License, Taxi Permit, Insurance Company License or other public benefit as referenced in O.C.G.A. Section 50-36-1, I am stating the following with respect to my application for a City of Atlanta public benefit:

For: _____
[Name of natural person applying on behalf of individual, business, corporation, partnership, or other private entity]

1) _____ I am a United States Citizen

OR

2) _____ I am a legal permanent resident 18 years of age or older or I am an otherwise qualified alien or non-immigrant under the Federal Immigration and Nationality Act 18 years of age or older and lawfully present in the United States.* **All non-citizens must provide their Alien Registration Number below.**

In making the above representation under oath, I understand that any person who knowingly and willfully makes a false, fictitious, or fraudulent statement or representation in an affidavit shall be guilty of a violation of Code Section 16-10-20 of the Official Code of Georgia.

Signature of Applicant: _____ Date: _____

SUBSCRIBED AND SWORN
BEFORE ME ON THIS THE

____ DAY OF _____, 20____

Printed Name: _____

NOTARY PUBLIC

My commission expires: _____

* _____
Alien Registration number for non-citizens

*Note: O.C.G.A. § 50-36-1(e)(2) requires that aliens under the federal Immigration and Nationality Act, Title 8 U.S.C., as amended, provide their alien registration number. Because legal permanent residents are included in the federal definition of "alien," legal permanent residents must also provide their alien registration number. Qualified aliens that do not have an alien registration number may supply another identifying number below:

Form 12; List of References

Form 12; List of References⁵

Proponents should provide a list of at least three (3) companies as references using the following format:

1. Client: Name
 Address
 City, State, Zip
 Phone
 Fax

Project: **FC-5210; Vending Concession Services**
 (Soft Drinks/Bottled Water/Snacks)

Contact Person: Mr. John Doe (Example)
 (404) 555-5555

Date(s) of Project: August 12, 2000 to August 19, 2001 (Example)

Description/Summary of Services:

Cost/Amount of Contract:

Firm's Role: Responsible for etc.

Completion Status: _____

2. (Next Client)

3. (Next Client)

⁵ Proponent should include client name, address, phone/fax number, contact name and summary of services provided to client, including dates services were provided. Proponent may supplement this form by attaching additional pages to it or may create its own form for including in its Proposal as long as such form meets the informational requirements of this form.

Part 5; Concessions Agreement